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DANIEL E. JONAS
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*ADMITTED IN NEW YORK

ROYAL FLAGG JONAS
OF COUNSEL

September 16, 1999

NEW YORK OFFICE:
10 EAST 40TH STREET

46TH FLOOR

NEW YORK, NEW YORK 10016
(212) 889-0707

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

100002991331--5
-09/20/99--01109--003
*****35.00 *****35.00

Re: IShopSecure.net, Inc., a Florida Corporation

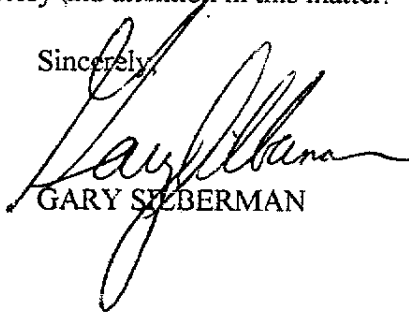
Dear Sir or Madam:

Enclosed herewith please find a fully executed Articles of Amendment to Articles of Incorporation changing the name for the above corporation, along with a check payable to the Division of Corporations in the amount of \$35.00 for the filing of same.

Kindly, please return a receipt acknowledging same in the envelope enclosed for your convenience.

Thank you in advance for your courtesy and attention in this matter.

Sincerely,


GARY SILBERMAN

scl/Enclosures

FILED
99 SEP 20 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

p99000063821
328 NC
9-20-99

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF

ISHOPSECURE.NET, INC.
(a Florida Corporation)

Pursuant to Section 607.1006(1), Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation, filed July 19, 1999, Charter No.: #P99000063821:

FIRST: The name of the corporation is IshopSecure.net, Inc.

SECOND: The following amendment to the articles of incorporation were adopted by the corporation through its Board of Directors, as follows:

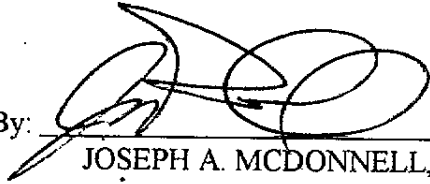
Article I titled Corporate Name is changed to wit:

The name of the Corporation is hereby changed to and shall be known as:

IshopSecure.com, Inc., a Florida Corporation..

THIRD: This amendment is made by the Board of Directors on September 15, 1999, without the requirement of shareholder action, and before the issuance of any shares.

IshopSecure.net, Inc., a Florida Corporation

By: 

JOSEPH A. MCDONNELL, Director

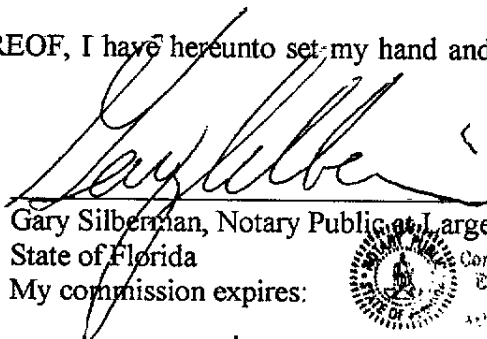
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99 SEP 20 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA:

COUNTY OF BROWARD:

BEFORE ME, the undersigned authority, personally appeared JOSEPH MCDONNELL, President and Director, to me well known to be the person who executed the foregoing Articles of Amendment to the Articles of Incorporation and acknowledged before me, according to the law, that he made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of September, 1999.


Gary Silberman, Notary Public at Large, State of Florida
My commission expires:  Gary Silberman
Commission # CG 811309
Expires Feb. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
99 SEP 20 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA